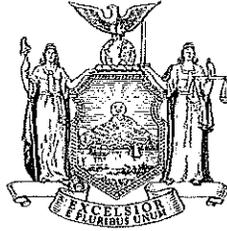


UPDATE August 15, 2023

The recusal agreements for Governor Kathy Hochul included in this document are out of date.  
New guidance was issued on August 15, 2023 that took effect immediately upon issuance.



State of New York  
**Executive Chamber**  
Albany 12224

**Executive Chamber Recusal Policies**

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State of New York  
Executive Chamber

**MEMORANDUM**

**To:** The Honorable Kathy Hochul  
**From:** David Perino, Assistant Ethics Office  
**Date:** August 23, 2021  
**Re:** Recusal Agreement

The New York Public Officers Law sets standards to ensure that public officers act in the interest of the public and do not engage in action that could give rise to a conflict of interest or an appearance of a conflict.

This Memorandum provides guidance and sets forth a Recusal Agreement to prevent any actual or apparent conflicts of interest with respect to Delaware North and your husband, William Hochul, who serves as the company's Executive Vice President and General Counsel. Delaware North is a privately held global food service and hospitality company headquartered in Buffalo, New York and may appear and/or have business before New York State government.

Your signature below evidences your acknowledgement and concurrence with the guidance provided herein, your acceptance of the Recusal Agreement, your commitment to consult with the Chamber Ethics Officer in the event of a potential conflict of interest, and your intention to abide by the standards set forth under Public Officers Law.

**Recusal Agreement:**

1. As Governor you will recuse yourself from any and all matters relating to Delaware North. Such matters include, but are not limited to, any application by Delaware North for financial assistance or any attempt to influence a policy or other official action by the State, whether directly or through a government affairs representative. The Secretary to the Governor shall be the designee to make decisions on your behalf if and when you are recused.
2. As Governor you will not use your position to benefit the interests of Delaware North.

In the event that you have any questions regarding the applicability of this guidance or the Recusal Agreement, please consult with the Chamber Ethics Officer. Nothing in this Memorandum

should be interpreted to limit your existing and ongoing obligations under the Public Officers Law.  
This Memorandum is subject to approval by the Joint Commission on Public Ethics.

**ACKNOWLEDGED AND AGREED TO:**

By: Kathy Hochul  
Kathy Hochul

Date: 8/23/21



State of New York  
Executive Chamber

MEMORANDUM

To: The Honorable Kathy Hochul  
From: Julia Pinover Kupiec, Ethics Counsel  
Date: October 27, 2021  
Re: Recusal Agreement Addendum

Dear Governor Hochul:

On August 23, 2021, you executed a Recusal Memorandum (“the August 23<sup>rd</sup> Recusal Memorandum”) which stated that there were various topics from which you will recuse yourself. The purpose of this recusal was to avoid a conflict of interest or the appearance of a conflict of interest pursuant to Section 74 of the Public Officers Law. This Memorandum constitutes an addendum to the August 23<sup>rd</sup> Recusal Memorandum. The purpose of this addendum is to memorialize the process that the Executive Chamber will follow in order to implement your recusal.

- (1) On the advice of counsel, you understand that when a member your family is involved in a business that poses a potential appearance of conflict, you must satisfy your ethical obligations by recusing, to the greatest extent legally permitted, from the matters where your family member is lobbying the state and from matters where a favorable decision on an issue would result in a financial benefit to you or your family. To that end, you commit to:
  - a. Recusing yourself to the greatest extent permitted by law from being lobbied by or on behalf of Delaware North, where William Hochul, your husband (Husband) is employed as the General Counsel;
  - b. Recusing yourself to the greatest extent permitted by law from participating in decision-making on any matter that is identified in the current lobbying registration on file at JCOPE where Delaware North is identified as a “client” or “lobbyist” or “additional lobbyist”;
  - c. Recusing yourself to the greatest extent permitted by law from participating in decision-making on any matter that will have a direct, foreseeable, and proximate impact on any matter covered by 1(b) or Delaware North; and
  - d. Refraining from using your official role to benefit your Husband’s employer to the greatest extent permitted by law, which means that, as Governor, you will not intentionally take any action, formal or informal, that would in benefit Delaware North in any direct, foreseeable, and proximate way.

(2) To implement the above policy, you will direct the Executive Chamber to institute the following procedures:

- a. Relevant chamber staff shall be regularly reminded that the Governor is recused to the greatest extent permitted by law from all matters where Delaware North is directly involved.
- b. On a monthly basis, Counsel to the Governor (or a designee) will obtain a list, (the Lobbying List) from the public JCOPE filings of Delaware North's current lobbying interests (i.e., matters on which Delaware North is listed as a "client", "lobbyist" or "additional lobbyist");
- c. Counsel to the Governor (or a designee) will review and circulate the Lobbying List to you, any Chamber staff that they deem appropriate, as well as to relevant support staff. You and such recipients will promptly review the Lobbying List upon receipt.
- d. You shall instruct persons who participate in your scheduling to direct any calls or meetings on the specific matters identified on the Lobbying List and the corresponding persons or entities on the Lobbying List, to be handled by the Counsel to the Governor or her designee. Such meetings shall not be put on your calendar. These processes also bar you from internal calls or meetings on these issues; and
- e. Notwithstanding the August 23 Recusal Memorandum, where recusal is warranted, the Counsel to the Governor shall handle substantive decision-making on the recused matter or issue to the greatest extent permitted by law. In carrying out this duty, the Counsel to the Governor shall be bound by her duty to the People of the State of New York and the New York State Government, and not by her allegiance to the New York State Governor. The Counsel to the Governor shall not communicate with the Governor on any matters where the Governor's recusal is active.
- f. Should your staff have any questions about implementing this procedure, they should seek guidance from the Governor's Counsel or her designee.
- g. Where there is an actual or apparent conflict that arises with respect to a duty that is not legally permitted to be delegated (e.g. signing a bill or issuing an executive order), the Governor shall make an appropriate public disclosure that describes the nature of the conflict prior to her taking action.

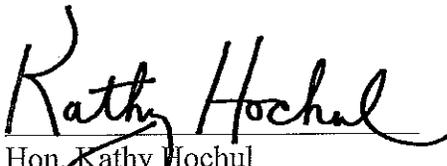
(3) Additionally Delaware North has made several commitments to the Chamber with respect to their internal procedures to create a buffer between your Husband and Delaware North's New York State businesses. These include:

- a. Your Husband has recused himself from supervising the Delaware North Government Affairs division and the Corporate Compliance function.
- b. Your Husband has recused himself from any involvement in any matter involving or potentially involving Delaware North's business in or with the State of New York, its government officials, departments, and agencies.

- c. Your Husband will not receive any incentive-based compensation based on the performance of Delaware North's individual business operations in New York State.
- d. Delaware North associates are not permitted to contact the Executive Chamber without express supervisory authorization.
- e. Delaware North will not make any political contributions to the Hochul campaign or any affiliated campaign committee.

In the event that you have any questions regarding the applicability of this addendum, please seek legal guidance. Your signature below evidences your agreement to follow this addendum in connection with the August 23 Recusal Memorandum.

**ACKNOWLEDGED AND AGREED TO:**

By:   
Hon. Kathy Hochul  
Governor of the State of New York

Date: 10/27/2021  
October 27, 2021

Recusal Policies Relating to Lieutenant Governor Brian Benjamin



State of New York  
Executive Chamber

**RECUSAL MEMORANDUM**

**To:** Brian A. Benjamin  
**From:** David Perino, Esq. Assistant Ethics Officer  
**Date:** September 9, 2021  
**Re:** Executive Chamber Recusal Agreement

As you are aware, you have been appointed the Lieutenant Governor of the State of New York. Under Section 74 of the Public Officers Law, public officers are prohibited from engaging in activities that give rise to a conflict of interest or an appearance of a conflict.

Formerly, you held a position as Director of NextPoint Acquisition and continue to have a financial interest in this company. Additionally, your spouse is employed with New York State Homes and Community Renewal ("NYSHCR"), an Executive Branch agency. Because either NextPoint Acquisitions and/or its subsidiaries, or issues involving the financial interests of NextPoint Acquisitions and/or its subsidiaries and issues involving the employment of your spouse at NYSHCR may appear before the Executive Chamber, in some circumstances you *may* be obligated to recuse yourself from dealings with these entities pursuant to Section 74 of Public Officer's Law.

To guide your compliance with applicable law, this memorandum articulates circumstances which, if they arise, warrant a further discussion with the Ethics Officer or Assistant Ethics Officer to prevent any actual or apparent conflicts of interest. Your signature at the end of this document evidences your acknowledgement and understanding of this advice and your ongoing commitment to conduct yourself in accordance with the terms and conditions set forth below, including your commitment to consult with the Ethics Officer at the Executive Chamber as situations arise.

**State Code of Ethics:**

New York State's Code of Ethics, which can be found in Public Officers Law § 74, prohibits a State officer or employee from engaging in activities that give rise to actual conflicts of interest or

the appearance of such a conflict, with respect to an individual's public responsibilities. Among other things, the State's Code of Ethics establishes standards to which employees of state agencies should adhere. Those standards are as follows:

### 3. Standards.

a. No officer or employee of a state agency, member of the legislature or legislative employee should accept other employment which will impair his or her independence of judgment in the exercise of his or her official duties.

b. No officer or employee of a state agency, member of the legislature or legislative employee should accept employment or engage in any business or professional activity which will require him or her to disclose confidential information which he or she has gained by reason of his or her official position or authority.

c. No officer or employee of a state agency, member of the legislature or legislative employee should disclose confidential information acquired by him or her in the course of his or her official duties nor use such information to further his or her personal interests.

d. No officer or employee of a state agency, member of the legislature or legislative employee should use or attempt to use his or her official position to secure unwarranted privileges or exemptions for himself or herself or others, including but not limited to, the misappropriation to himself, herself or to others of the property, services or other resources of the state for private business or other compensated non-governmental purposes.

e. No officer or employee of a state agency, member of the legislature or legislative employee should engage in any transaction as representative or agent of the state with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his or her official duties.

f. An officer or employee of a state agency, member of the legislature or legislative employee should not by his or her conduct give reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person.

g. An officer or employee of a state agency should abstain from making personnel investments in enterprises which he or she has reason to believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest.

h. An officer or employee of a state agency, member of the legislature or legislative employee should endeavor to pursue a course of conduct which will not raise suspicion among the public that he or she is likely to be engaged in acts that are in violation of his or her trust.

i. No officer or employee of a state agency employed on a full-time basis nor any firm or association of which such an officer or employee is a member nor corporation a substantial portion of the stock of which is owned or controlled directly or indirectly by such officer or

employee, should sell goods or services to any person, firm, corporation or association which is licensed or whose rates are fixed by the state agency in which such officer or employee serves or is employed.

#### **JCOPE Advisory Opinion No. 98-5**

The Joint Commission on Public Ethics (JCOPE) requires State officers and employees to recuse themselves from any matter that is likely to affect the value of their financial interest or be of significance to the financial community or the investing public. (See, e.g., Advisory Opinion 98-5). JCOPE has concluded that to present a conflict requiring recusal, there must be "a rational relationship between the act to be performed by the State employee and the value of his or her holdings." *Id.* The relevant analysis as to whether recusal is required is "whether it is reasonably foreseeable that the employee's personal interests arising from his or her investments will be affected by an action taken in a governmental capacity." *Id.* JCOPE further advises that a case-by-case approach is required in the application of this standard. *Id.* Finally, JCOPE counsels that, even where this analysis does not require recusal, officers and employees "should disclose [their] holdings to his supervisor [who,] as a matter of agency policy, must be given the opportunity to direct [them] to recuse." *Id.*

#### **Recusal Agreement:**

1. In the event that you are working on any issue that would directly impact NextPoint Acquisitions and/or its subsidiaries, you must recuse yourself accordingly. In the event that a situation of this nature arises, you shall notify the Executive Chamber Ethics Officer and you must remain recused from that issue until work on the issue is cleared by the Executive Chamber Ethics Officer. Please also be advised that your membership on any not-for-profit must be approved as an Outside Activity pursuant to the Executive Chamber outside activity policy, and pursuant to the Executive Chamber outside activities policy, you may not serve as a Director for a for-profit company while holding the position of Lieutenant Governor.

2. In the event that you are working on any issue that you know will have a direct impact on an entity in which you have a financial interest, you may be required to recuse yourself accordingly. In the event that a situation of this nature arises, you must remain recused from that issue until work on the issue is cleared by the Executive Chamber Ethics Officer. Please also be advised that as your financial investments change, your obligation to review your potential conflicts of interest with the Executive Chamber Ethics Officer would extend to new financial interests.

3. In the event that any issues involving the employment of your spouse come before you in your capacity as Lieutenant Governor, you are required to recuse yourself. Issues involving employment decisions include but are not limited to promotions, demotions, salary increases and transfers between agencies. In the event that a situation of this nature arises, you shall notify the Ethics Officer and must remain recused.

Your signature at the end of this recusal agreement evidences your understanding of this recusal agreement and your commitment to conduct yourself in accordance with the terms and conditions set forth herein.

**ACKNOWLEDGED AND AGREED TO:**

By: Brian Benjamin  
Brian A. Benjamin

Date: 9/8/2021

Recusal Policies Relating to Secretary Karen P. Keogh



State of New York  
Executive Chamber

MEMORANDUM

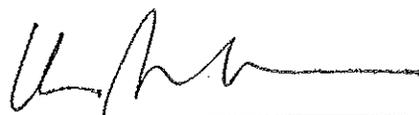
To: Karen Persichilli Keogh  
From: David Perino, Assistant Ethics Officer  
Date: August 23, 2021  
Re: Recusal Agreement

This Memorandum provides guidance to you in order for you to avoid any conflicts of interest or appearance of conflicts under New York State Public Officers Law Section 74. In particular, this Section 74 of the Public Officers Law prevents employees and officers of the State from having any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity, or incur any obligation of any nature, which is in substantial conflict with the proper discharge of their duties in the public interest. I understand that your husband, Michael Keogh, is a partner at Bolton St. Johns, LLC ("Bolton St. Johns"), a firm that provides government relations and public affairs services for clients and often represents clients with interests before the State of New York.

In order to ensure that you avoid any actual conflicts of interest or the appearance of such conflicts that could arise from your husband's affiliation with Bolton St. Johns, you should recuse yourself from any matters that are the subject of a representation by Bolton St. Johns and from meetings or communications with representatives of Bolton St. Johns on any state business matters.

In the event that you have any questions regarding the applicability of this recusal guidance, please consult with the Chamber Ethics Officer. Your signature below evidences your understanding of this recusal guidance, your commitment to conduct yourself in accordance with the guidance set forth herein and your ongoing commitment to abide by the standards set forth under the Public Officers Law. Nothing in this letter shall be interpreted to limit your existing and ongoing obligations under the Public Officers Law. This Memorandum is subject to approval by the Joint Commission on Public Ethics.

**ACKNOWLEDGED AND AGREED TO:**

By:   
Karen Persichilli Keogh

Date: 8/23/21



State of New York  
Executive Chamber

**MEMORANDUM**

To: Karen Persichilli Keogh, Secretary to the Governor  
From: Julia Pinover Kupiec, Ethics Counsel  
Date: September 29, 2021  
Re: Recusal Agreement and Procedure

Dear Ms. Keogh:

As you are aware, the State's Code of Ethics, contained in Public Officers Law Section 74, prohibits a State officer or employee from engaging in activities which give rise to actual conflicts of interest or the appearance of such conflicts, with respect to the individual's public responsibilities. Under the State's Code of Ethics, among other things, you should not have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of your duties in the public interest. As a Public Officer you are bound to perform your State functions at all times impartially, with integrity, without favoritism, and with regard for the confidentiality that your State service requires. Public Officer's Law permits public officers to achieve compliance with the law by implementing procedures to ensure ongoing recusals from any issue or matter that gives rise to either an actual conflict or an appearance of a conflict.

To effectuate compliance with these ethical standards, you initiated and have been operating under recusal agreement executed prior to your assumption of office. This document confirms those ongoing obligations and details specific steps you hereby agree to undertake. This document also confirms that you have operated in accordance with this recusal policy since the start of your State service. This document supersedes all previous memoranda and shall be interpreted as the controlling recusal policy applicable to you. Specifically:

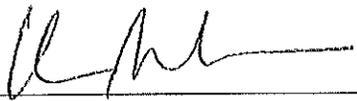
- (1) On the advice of counsel, you understand that when the Secretary to the Governor is related to a lobbyist, in most situations, they may satisfy their ethical obligations by recusing themselves from the being lobbied by their family member and refraining from making any favorable decisions that directly pertain to the clients of their family member. As applied to you, you may satisfy your baseline ethical obligations by:

- a. Recusing yourself from being lobbied by your husband, Michael Keogh, who is a registered lobbyist at Bolton St. John;
  - b. Recusing yourself from participating in decision-making on any matter that is identified in the current lobbying registration on file at JCOPE where Michael Keogh is identified as a "lobbyist" or "additional lobbyist".
  - c. Recusing yourself from participating in decision-making on any matter that will have a direct, foreseeable, and proximate impact on any matter covered by 1(b).
- (2) Further, in your capacity as Secretary to the Governor, you agree to multiple additional steps, namely:
- a. You agree that no lobbyist or employee from Bolton St. John will directly lobby you; and
  - b. Your husband, Michael Keogh, has agreed that he will not engage in direct lobbying of any persons in the Executive Chamber.
- (3) To implement the above policy, you will direct the Executive Chamber to institute the following procedures:
- a. On a monthly basis, Counsel in the Executive Chamber (or a designee) will obtain a list, (the Lobbying List) from JCOPE filings, of Michael Keogh's current lobbying clients (i.e., lobbying clients whose matters on which Mr. Keogh is listed as a "lobbyist" or "additional lobbyist").
  - b. The Counsel in the Executive Chamber will review the Lobbying List and the Counsel to the Governor or his or her designee will circulate it to you, and any Chamber staff he or she deems appropriate, as well as to all support staff who schedule meetings for you.
  - c. You shall instruct persons who participate in your scheduling to direct any calls or meetings on specific matters identified the lobbying list with the corresponding persons or entities on the Lobbying List, to be handled by the Counsel to the Governor or their designee. Such meetings shall, to the extent practicable, not be put on your calendar, you should not attend such meetings, and in the event of any error you shall leave such a meeting as soon as possible.
  - d. Should your staff have any questions about implementing this procedure, they should seek guidance from Counsel in the Executive Chamber.
- (4) To mitigate any other appearances of conflict:
- a. I am aware that in certain circumstances, for the next two years, the "reverse revolving door" doctrine may require me to step away from decision-making with respect to my prior employer, J.P. Morgan Chase & Co., and accordingly I will consult with Counsel in the Executive Chamber on a case-by-case basis to solicit guidance.

- b. I will abide by an ongoing recusal to refrain from decision-making on any matter that will have a direct, foreseeable, and proximate impact on the following non-profit organizations: the Citizens Budget Commission, the Irish Repertory Theater, and the East Hampton Trails Preservation Society.

In the event that you have any questions regarding the applicability of this recusal procedure, please consult with the Joint Commission on Public Ethics or the Chamber Ethics Officer. Your signature at the end of this memorandum evidences your agreement to follow this recusal procedure and to conduct yourself in accordance with the terms and conditions set forth herein. Nothing in this letter shall be interpreted to limit your existing ongoing obligations under Public Officers Law and your signature at the end of this memorandum evidences your ongoing commitment to abide by the standards set forth under Public Officers Law.

**ACKNOWLEDGED AND AGREED TO:**

By:   
\_\_\_\_\_  
Karen Persichilli Keogh  
Secretary to the Governor

Date: 9/30/21



State of New York  
Executive Chamber

MEMORANDUM

To: Karen Persichilli Keogh, Secretary to the Governor  
From: Julia Pinover Kupiec, Ethics Counsel  
Date: October 27, 2021  
Re: Recusal Agreement and Procedure

Dear Ms. Keogh:

You previously executed two recusal memoranda: one August 23, 2021, and another on September 27, 2021 (“the prior recusal memoranda”) which stated that there were various topics from which you will recuse yourself. The purpose of those recusals was to avoid a conflict of interest or the appearance of a conflict of interest pursuant to Section 74 of the Public Officers Law. This Memorandum constitutes an addendum to the prior recusal memoranda. The purpose of this addendum is to memorialize the process that the Executive Chamber will follow in order to implement your recusal.

- (1) On the advice of counsel, you understand that when you are related to a lobbyist, you must satisfy your ethical obligations by recusing yourself from matters where your family member is lobbying the state, and from matters where a favorable decision on an issue would result in a financial benefit to yourself or your family members. To that end, you commit to:
  - a. Recusing yourself from being lobbied by your husband, Michael Keogh (“Husband”), who is a registered lobbyist at Bolton St. Johns;
  - b. Recusing yourself from participating in decision-making on any matter that is identified in the current lobbying registration on file at JCOPE where your Husband is identified as a “lobbyist” or “additional lobbyist”.
  - c. Recusing yourself from participating in decision-making on any matter that will have a direct, foreseeable, and proximate impact on any matter covered by 1(b).
  - d. Refraining from using your official role to benefit your Husband’s practice, which means that, as Secretary, you will not intentionally take any action, formal or

informal, that would in benefit your Husband's practice in any direct, foreseeable, and proximate way.

(2) To implement the above policy, you will direct the Executive Chamber to institute the following procedures:

- a. On a monthly basis, Counsel in the Executive Chamber (or a designee) will obtain a list, (the Lobbying List) from JCOPE filings, of your Husband's current lobbying clients (i.e., lobbying clients whose matters on which your Husband is listed as a "lobbyist" or "additional lobbyist").
- b. Counsel to the Governor (or a designee) will review and circulate the Lobbying List to you, any Chamber staff they deem appropriate, as well as to relevant support staff. You and such recipients will promptly review the Lobbying List upon receipt.
- c. You shall instruct persons who participate in your scheduling to direct any calls or meetings on the specific matters identified on the Lobbying List and the corresponding persons or entities on the Lobbying List, to be handled by the Counsel to the Governor or her designee. Such meetings shall not be put on your calendar. These processes also include barring you from internal calls or meetings on these issues;
- d. When recusal is warranted, the Counsel to the Governor shall handle substantive decision-making on the recused matter or issue. In carrying out this duty, the Counsel to the Governor shall be bound by her duty to the people of the State of New York and the New York State Government, and not by any allegiance to the Secretary to the Governor. The Counsel to the Governor shall not communicate with the Secretary to the Governor on any matters where the Secretary's recusal is active.
- e. Should your staff have any questions about implementing this procedure, they should seek guidance from Counsel in the Executive Chamber.

(3) Additionally, you and your Husband have agreed to the following::

- a. You agree that no lobbyist or employee from Bolton St. John will directly lobby you; and
- b. Your Husband has agreed that he will not engage in direct lobbying of any persons in the Executive Chamber.

(4) To mitigate any other appearances of conflict:

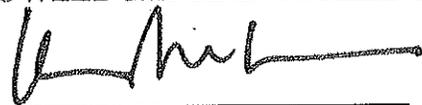
- a. You recently were employed by JP Morgan Chase & Co. and you are aware that in certain circumstances, for the next two years, the "reverse revolving door" doctrine may require you to recuse yourself from decision-making on matters that involve your prior employer. Accordingly, when interacting with your prior employer, you agree to consult with the Counsel to the Governor or her designee to solicit guidance.

- b. You sit on the board of the East Hampton Trails Preservation Society. As such, you agree to recuse yourself from any matters that directly involve this organization or which may have a direct, foreseeable, and proximate impact on this organization.
- c. Your Husband sits on the board of the Citizens Budget Commission and the Irish Repertory Theater. As such, you agree to recuse yourself from any issues directly involving this organization or which will have a direct, foreseeable, and proximate impact on these organizations.

In the event that you have any questions regarding the applicability of this recusal procedure, please seek legal guidance. Your signature below evidences your agreement to follow this addendum in connection with the prior recusal memorandum and to conduct yourself in accordance with the terms and conditions set forth herein.

**ACKNOWLEDGED AND AGREED TO:**

By:



Karen Persichilli Keogh  
Secretary to the Governor

Date:

10/27/21